



MARVEL
COMICS
GROUP 12¢

the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY

11
APR.

Featuring:
**THE LONG-AWAITED
"RETURN of
DOCTOR
OCTOPUS!"**

"TURNING POINT!"

SEE WHAT HAPPENS
WHEN SPIDER-MAN
DECIDES TO REVEAL HIS
SECRET IDENTITY TO
SOMEONE ELSE! WILL
HE REALLY DO IT?
WILL THIS BE THE
TURNING POINT OF
HIS AMAZING CAREER?
OR--? BUT WHY NOT
TURN THESE PAGES
AND LEARN FOR
YOURSELF, IN THIS
CLASSIC TALE,
TOLD IN THE
MARVELOUS
MARVEL MANNER!



NOW YOU CAN SOLVE "TOUGH" MATH PROBLEMS LIKE THIS!

47892 X 39421 = ?
AS EASY AS $1 + 1 = 2$

**GET A BETTER JOB, WITH HIGHER PAY,
SECURITY IN THIS ATOMIC AGE!**

Yes, in just hours you can turn into a "math wizard" even though you know little about arithmetic! Surprise your friends with your "E-Z MATH" ability... enjoy job security and advancement... a better job... Increase your self-confidence and prestige—all through amazing new "E-Z MATH".

The world is moving fast these days. In good times and bad the ability to handle mathematical problems in our age of electronics, automation and nuclear science is becoming more and more necessary for promotion on the job and for higher pay. If you don't think you have what it takes—and if you believe that "math" is beyond your power—then you're in for the biggest surprise of your life!

For now you CAN learn to DIVIDE, MULTIPLY, ADD and SUBTRACT figures not only quickly and easily—but also in a FRACTION of the time the average person requires! You can actually solve such tough problems as multiplying a 5-figure number by a 7-figure number in your head without ever touching pencil to paper... or dividing \$36791 by 284, for example, in exactly 15 seconds—even if you "fumbled" math in school!

The secret of success in "math" is NOT laborious study and wearisome practice—but, on the contrary, knowledge of SPECIAL SHORT CUTS, LITTLE-KNOWN METHODS of calculation and arithmetical "tricks" that take the work and gamble out of figuring. These methods—new and radical that they have not yet been incorporated in our school systems—take but a few hours to learn. Yet they permit you to OUT-THINK and OUT-FIGURE the average high school and college graduate who hasn't had the benefit of these amazing methods! You can even BEAT AN ELECTRIC CALCULATOR in answering many problems!

Figure with SPEED AND ACCURACY!

"E-Z MATH" shows you in plain, easy-to-understand language how to cut figuring time in HALF and even in QUARTERS—and at the same time arrive at the correct answer in every case! The methods and short cuts you learn in "E-Z MATH" are fool-proof... require almost NO memorization... and are so practical that you'll find your self using these systems virtually every day. You'll become an expert in no time at all. Before you know it—you're ready to move into that important job you've always wanted... to drive ahead and in greater responsibility at higher pay... and to amaze, surprise and delight your friends with your new magic powers of mental arithmetic! Yes, "math" will open up new opportunities for you, since the person with "math" know-how can just about "write his own ticket."

E-Z MATH PROGRAM
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DEPT. R-101 285 Market St.
Newark, NEW JERSEY

Sharpen Your Brain Power— with Short-Cut "E-Z MATH"!

Imagine being asked to divide 38634 by 8091—and rattling off the answer absolutely correctly in 7 seconds! Or—multiplying 369.34 by 982.7 and coming up with the correct result in 11 seconds! Or adding 29 numbers each with 6 digits—and supplying the right total every time! People will GASP at your fabulous lightning-quick mind. You'll be able to JUGGLE numbers... do STUNNING TRICKS... amaze your friends and boss—and be a "master mind!"

With a knowledge of "E-Z MATH" you no longer need be puzzled by such everyday figuring as computing interest charges on installment purchases... division, multiplication and addition... adding long rows of numbers with 100% accuracy... adding and subtracting fractions... whole numbers—plus many, many other practical and valuable pointers you will use daily to your advantage. The few hours you spend with this course will really pay off. Numbers are the basic instrument of all scientific and technical work. The man or woman who can use "math" is rewarded, recognized quickly, moves ahead in his job faster and more surely!

Order Today on No-Risk Free Home Trial!

Send for "E-Z MATH" today on our no-risk money-back guarantee: use the book for 30 days... prove to your own satisfaction how far a knowledge of "E-Z MATH" can advance you in business and social life. If you don't agree that this is the best investment you've ever made... if your family and friends aren't AMAZED by your new ability—return the book for full and prompt refund.

"My 10-year old had nearly always failed arithmetic with old-method arithmetic. Then he found my copy of 'E-Z MATH'. Now in less time than you can put the numbers on a blackboard, he can multiply \$2972647 by 12. It's amazing and incredibly easy. I use it myself on my job and my wife uses it to check grocery lists."

A Father
"You have a unique new teaching approach for which I compliment you. It's the best I have ever seen. Pupils' marks seem to be climbing on a rocket. Should help in any job. Excellent for home tutoring."

SCHOOL PRINCIPAL
"Thank you! All our children are using your system too, and it is terrific. My husband and I are using it—and if we work! My husband has already received a job advancement with tremendous boost in pay. Best investment we have ever made!"

HOUSEWIFE

CAN YOU SOLVE THESE EVERY-DAY BUSINESS AND SOCIAL ARITHMETIC PROBLEMS IN THE TIME ALLOWED? YOU CAN DO THEM EASILY EVEN WHEN BLINDFOLDED—AFTER YOU'VE READ "E-Z MATH"!



Blindfold yourself and have someone call the following numbers to you as you add them:
739
433
906
785
642
9864372 = ? (Solve in 9 seconds)
8146 = ? (Solve in 9 seconds)
 $\frac{4}{3} \times \frac{2}{3} = ?$ (Solve in 4 seconds)

1 1/2% interest per month amounts to what percentage yearly? (Solve in 4 seconds)
367 X 75 = ? (Solve in 3 seconds)

WHAT IS "E-Z MATH"?
"E-Z MATH" is based on an amazing new method of working with numbers—easier to learn and remarkably faster and more accurate than you ever dreamed possible when you took math in school. You'll be shown the new way of reading numbers—just as though they were words—and of adding and subtracting them almost at a glance—INSTANTLY! You'll be shown a unique new technique for adding hundreds and even thousands of numbers without ever making a mistake... yet always on you'll write through all figuring problems without wasting your valuable time—through income tax, checking grocery lists, never again shake or avoid numbers—you'll actually ENJOY using them to get ahead in business!

WHAT THEY SAY:
"My employer, Joe Malone, asked for a better job. I recommended he read 'E-Z MATH'. Now that he can do 'tough' problems easily, I've promoted him to head of his department with a \$35 weekly increase in pay. I now suggest all employees read 'E-Z MATH' if they want to get ahead in their jobs."

Business Executive

MAIL NO-RISK FREE HOME-TRIAL COUPON NOW!

E-Z MATH PROGRAM DEPT. R-101
285 Market St., Newark, NEW JERSEY

OK! Please send me that "E-Z MATH" book to me postpaid in plain wrapper for 30-day free examination and use. If I don't agree with everything you say about "E-Z MATH"—I may return book for prompt refund. I am enclosing \$2.98 as payment in full.

NAME _____ AGE _____
(Please Print)

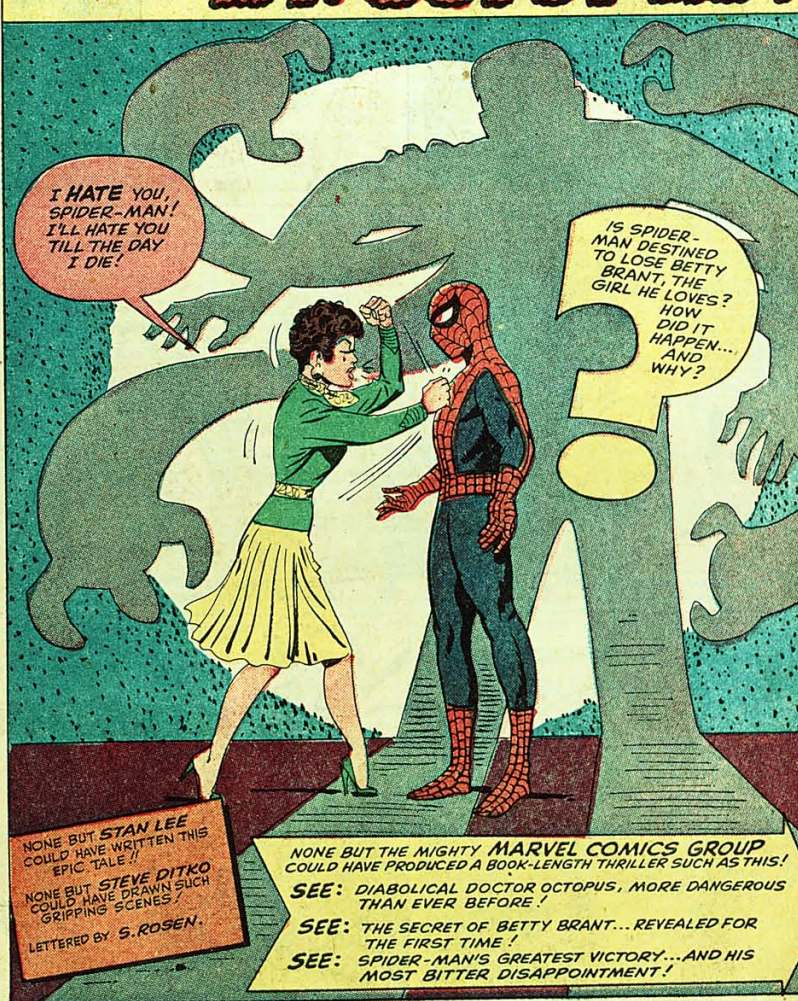
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"TURNING POINT" featuring THE RETURN OF Dr. OCTOPUS!



NONE BUT STAN LEE COULD HAVE WRITTEN THIS EPIC TALE!
NONE BUT STEVE DITKO COULD HAVE DRAWN SUCH GRIPPING SCENES.
LETTERED BY S. ROSEN.

NONE BUT THE MIGHTY MARVEL COMICS GROUP COULD HAVE PRODUCED A BOOK-LENGTH THRILLER SUCH AS THIS!
SEE: DIABOLICAL DOCTOR OCTOPUS, MORE DANGEROUS THAN EVER BEFORE!

SEE: THE SECRET OF BETTY BRANT... REVEALED FOR THE FIRST TIME!
SEE: SPIDER-MAN'S GREATEST VICTORY... AND HIS MOST BITTER DISAPPOINTMENT!

A WORLD-FAMOUS SUPER-HERO DOESN'T SPEND ALL HIS TIME FIGHTING DEADLY MENACES; THERE ARE MOMENTS HE SPENDS ALONE, DEEP IN THOUGHT, MULLING OVER THE PAST AND PONDERING THE FUTURE! SUCH A SUPER-HERO IS SPIDER-MAN, AND SUCH A MOMENT IS THIS...

EVER SINCE BETTY BRANT LEFT TOWN I'VE BEEN CARRYING A KING-SIZED TORCH! I'VE GOT TO SNAP OUT OF IT. GOT TO TRY TO FORGET HER!

AW, WHO AM I KIDDING! I'LL NEVER FORGET HER!... NEVER STOP SEARCHING FOR HER!



IF ONLY I KNEW WHY SHE LEFT TOWN SO SUDDENLY! IF ONLY I HAD SOME CLUE... SAY! WHAT'S THAT ON THE RADIO??

WE INTERRUPT OUR PROGRAM FOR A BULLETIN! HAVING SERVED HIS FULL PRISON TERM, THE NOTORIOUS DOCTOR OCTOPUS IS TO BE RELEASED TODAY...

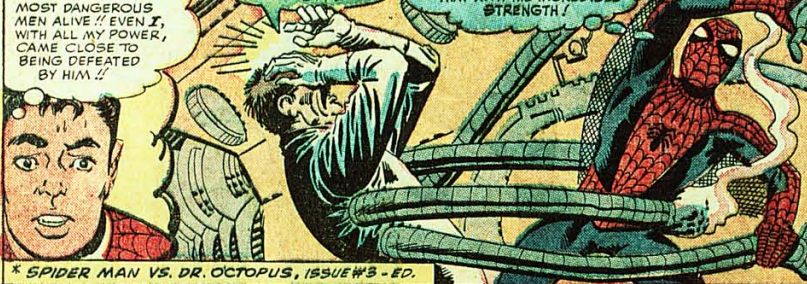


HEARING THAT TERSE ANNOUNCEMENT, SPIDER-MAN SUDDENLY FORGETS BETTY BRANT FOR THE MOMENT AS HE TRAVELS BACK IN MEMORY TO ONE OF THE MOST DANGEROUS BATTLES OF HIS ENTIRE CAREER...*

DOCTOR OCTOPUS TO BE RELEASED!!! THEY CAN'T DO IT! THEY MUSTN'T! HE'S ONE OF THE MOST DANGEROUS MEN ALIVE! EVEN I, WITH ALL MY POWER, CAME CLOSE TO BEING DEFEATED BY HIM!!

THAT BLASTED WEB/IT'S SPREAD OUT OVER MY GLASSES! I CAN'T SEE! I CAN'T GET IT OFF!

EVEN THOUGH HE CAN NO LONGER SEE ME, HIS OTHER ARMS ARE NOW ARROUND ME... PULLING ME TOWARD HIM WITH HIS INCREDIBLE STRENGTH!



* SPIDER MAN VS. DR. OCTOPUS, ISSUE #3 - ED.

WITHIN SECONDS, THE DRAMATIC TEEN-AGE CRIME-FIGHTER LEAPS INTO ACTION...

I'VE GOT TO TRY TO PREVENT THEM FROM RELEASING HIM! HE MUSTN'T BE ALLOWED TO MENACE MANKIND AGAIN!



IT FEELS GREAT TO BE ON THE GO AGAIN... WITH THE WIND TEARING AT ME AS I SWING HIGH OVER THE ROOFTOPS! THIS IS WHAT I NEEDED!



MOMENTS LATER, AT THE MUNICIPAL PRISON...

I'LL BET I'M THE ONLY FELLA IN TOWN WHO EVER TRIED TO BREAK INTO A JAIL! HOPE I'M NOT TOO LATE!



SORRY TO BREAK IN THIS WAY, BUT I DIDN'T WANT TO WASTE A MINUTE! HE'S STILL BEHIND BARS!

YES, BUT HE LEAVES TONIGHT! WE CAN'T HOLD HIM! HE'S SERVED HIS TIME! AS FOR YOU, I'LL GIVE YOU TEN SECONDS TO LEAVE THE WAY YOU ENTERED! NO MASKED ADVENTURER DICTATES THE LAW WHILE I'M WARDEN HERE!



I WAS ABLE TO SPEND ALL MY TIME IMPROVING MY DEXTERITY WITH MY EXTRA ARMS! I CAN USE THEM SO WELL NOW, THAT I'LL NEVER BE CAPTURED AGAIN!



NEXT, SPIDER-MAN'S AWESOME "CALLING CARD" SHINES ON THE WALL OF THE WARDEN'S OFFICE...

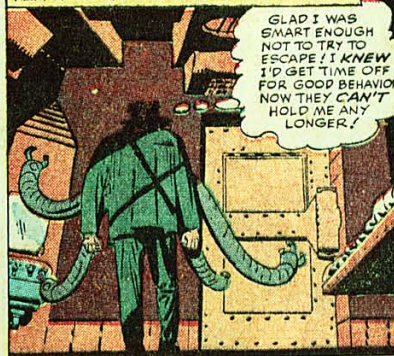
WARDEN! YOU'VE GOT TO PREVENT DR. OCTOPUS' RELEASE! HE MUST NOT BE SET FREE!!

SPIDER-MAN!!



AND, IN A SPECIALLY CONSTRUCTED CELL, WITH REINFORCED CEMENT WALLS AND BARS...

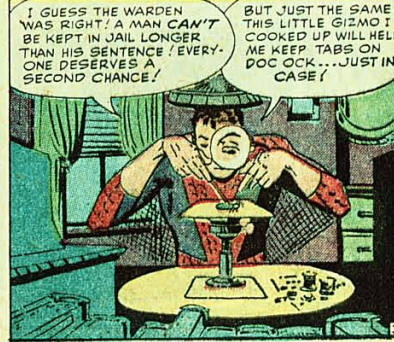
GLAD I WAS SMART ENOUGH NOT TO TRY TO ESCAPE! I KNEW I'D GET TIME OFF FOR GOOD BEHAVIOR! NOW THEY CAN'T HOLD ME ANY LONGER!

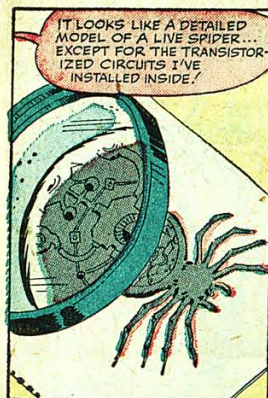


LATER, BACK HOME AGAIN, SPIDER-MAN CHANGES TO HIS EVERYDAY IDENTITY AS PETER PARKER, TEEN-AGE SCIENCE BUFF, AS HE WORKS ON A PECULIAR DEVICE...

I GUESS THE WARDEN WAS RIGHT! A MAN CAN'T BE KEPT IN JAIL LONGER THAN HIS SENTENCE! EVERYONE DESERVES A SECOND CHANCE!

BUT JUST THE SAME, THIS LITTLE GIZMO I COOKED UP WILL HELP ME KEEP TABS ON DOC OCK... JUST IN CASE!





IT LOOKS LIKE A DETAILED MODEL OF A LIVE SPIDER... EXCEPT FOR THE TRANSISTORIZED CIRCUITS I'VE INSTALLED INSIDE!



NO MATTER WHERE IT IS, IT WILL SEND BACK CODED MESSAGES TO ME WHICH I CAN PICK UP WITH MY SMALL PORTABLE RECEIVER!



NOW, MY ONLY PROBLEM IS... HOW DO I ATTACH IT TO DOC OCK?? OH, WELL, I'VE GOT A HUNCH THAT SPIDER-MAN WILL FIND A WAY TO DO IT!



A FEW HOURS LATER, BACK AT THE PRISON...

WITH YOUR TALENT, DOC, IT SHOULDN'T BE HARD FOR YOU TO LAND A GOOD JOB! JUST KEEP YOUR NOSE CLEAN, FELLA!

A JOB!! DO THEY EXPECT ME TO BECOME A WORKING MAN, LIKE AN ORDINARY, UNIMAGINATIVE WEAKLING?? BEFORE I'M THROUGH, THE WHOLE WORLD WILL TREMBLE AT THE MENTION OF MY NAME!



HERE I AM, JUST AS I PROMISED IN MY LETTER! I'LL DRIVE YOU TO YOUR DESTINATION!

GOOD! I'M ANXIOUS TO GET STARTED!

GOOD THING I RETURNED IN TIME! A CAR IS PICKING HIM UP! LOOKS LIKE A GIRL DRIVING! WHO CAN IT BE?



MAKE YOURSELF COMFORTABLE! IT WILL BE A LONG DRIVE!

IT... IT'S BETTY!! BUT... WHAT'S HER CONNECTION WITH DOCTOR OCTOPUS??!



SOMETHING FELL OUT OF THE CAR WHEN HE OPENED THE DOOR! LOOKS LIKE A ROAD MAP!

SHE'S DRIVING OFF SO FAST I WON'T BE ABLE TO FOLLOW... BUT THIS IS WHERE MY LITTLE GIZMO COMES IN!



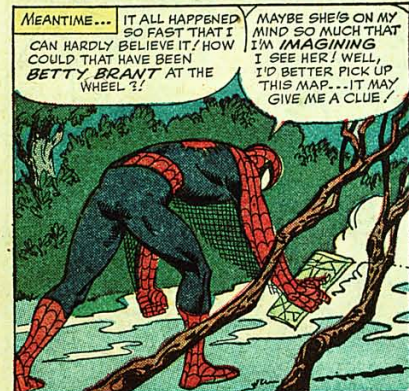
IT'S NOT TOO HARD TO THROW SOMETHING AT A SPEEDING CAR AND MAKE SURE YOU HIT IT... NOT WHEN YOU'VE GOT THE HELP OF SPIDER-POWERED MUSCLES!



BULL'S-EYE! IT HIT THE CAR ROOF!... AND THE SPECIAL ADHESIVE I COATED IT WITH WILL KEEP IT STUCK THERE AS LONG AS I'LL NEED IT!



AND SO, UNAWARE OF THE STRANGE OBJECT ON TOP OF THE CAR, BETTY BRANT DRIVES OFF INTO THE NIGHT WITH HER SINISTER PASSENGER, AS OUR LITTLE CAST OF CHARACTERS COME CLOSER TO THEIR DATE WITH DESTINY!



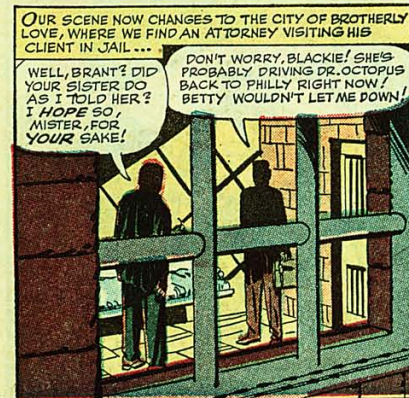
MEANTIME... IT ALL HAPPENED SO FAST THAT I CAN HARDLY BELIEVE IT! HOW COULD THAT HAVE BEEN BETTY BRANT AT THE WHEEL??

MAYBE SHE'S ON MY MIND SO MUCH THAT I'M IMAGINING I SEE HER! WELL, I'D BETTER PICK UP THIS MAP... IT MAY GIVE ME A CLUE!



IT'S A MAP OF PHILADELPHIA! AND THE CAR HAD PENNSY LICENSE PLATES! THAT MUST BE THEIR DESTINATION!

WELL, SPIDEY BOY, IT LOOKS LIKE YOU'RE GONNA TAKE A TRIP, TOO! I'VE GOT TO SEE THIS THROUGH TO THE END!



OUR SCENE NOW CHANGES TO THE CITY OF BROTHERLY LOVE, WHERE WE FIND AN ATTORNEY VISITING HIS CLIENT IN JAIL...

WELL, BRANT? DID YOUR SISTER DO AS I TOLD HER? I HOPE SO, MISTER, FOR YOUR SAKE!

DON'T WORRY, BLACKIE! SHE'S PROBABLY DRIVING DOCTOR OCTOPUS BACK TO PHILLY RIGHT NOW! BETTY WOULDN'T LET ME DOWN!



SHE BETTER NOT! THAT GAMBLING DEBT YOU OWE ME IS ALREADY PAST DUE! AND YOU KNOW WHAT MY BOYS DO TO WELCHERS... DON'T YOU, BRANT?

I KNOW, BLACKIE! I'VE BEEN YOUR LAWYER TOO LONG NOT TO KNOW!



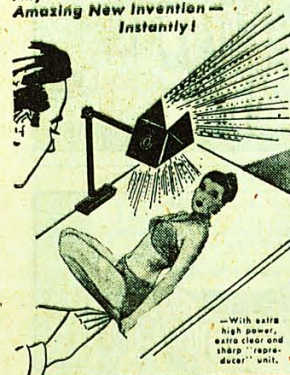
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This valuable illustrated guide is yours free with order of "Magic Art Reproducer." Packed with pictures showing all the basic poses of the body with simple instruction for beginners of art. Includes guidance on anatomy, technique and figure action.



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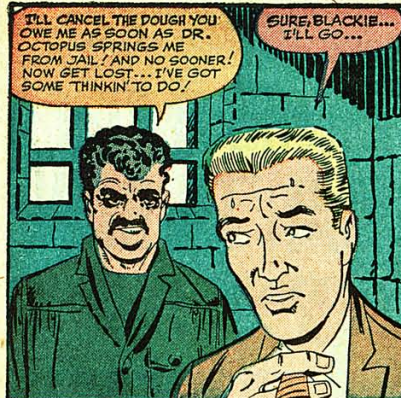
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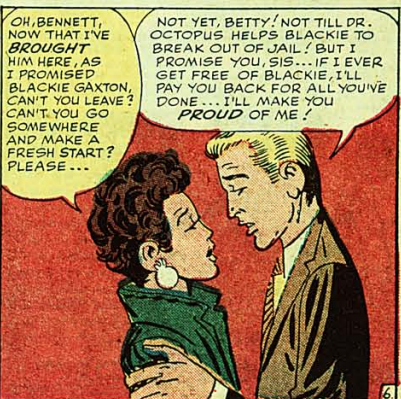
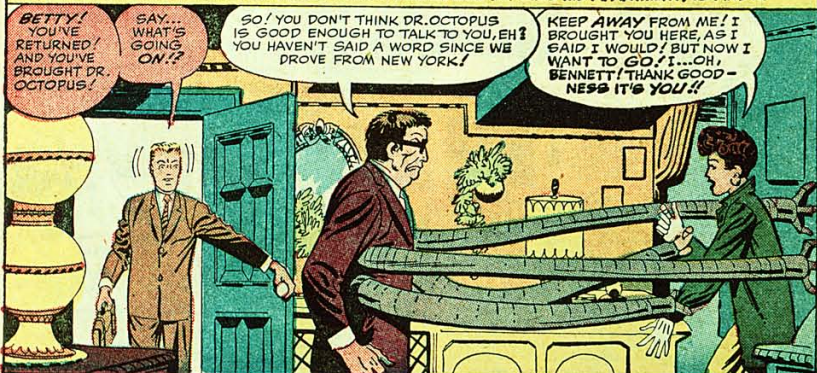
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LOST IN HIS OWN RUEFUL THOUGHTS, THE GANGLAND MOUTHPIECE REACHES HIS APARTMENT, TO FIND...



CHANGING BACK TO HIS PETER PARKER IDENTITY, SO THAT HE CAN SEARCH THE NEIGHBORHOOD WITHOUT ATTRACTING ATTENTION, HE FINALLY FINDS...



BETTY! THEN... IT WAS YOU...!

I'VE FOUND YOU AT LAST!

PETER! YOU'VE BEEN SEARCHING FOR ME?? I NEVER DREAMT...!!

AND THEN, HER TREMBLING VOICE CHOKED WITH EMOTION, BETTY TELLS THE BOY SHE LOVES ALL ABOUT HER BROTHER, BLACKIE GAXTON, AND DR. OCTOPUS.

SO I JUST HAD TO DRIVE DR. OCTOPUS HERE, PETER! IT WAS THE ONLY WAY TO KEEP MY BROTHER SAFE FROM BLACKIE'S GANG! I WAS A SHAMED TO TELL YOU BEFORE... TO TELL YOU MY BROTHER IS A LAWYER FOR A DANGEROUS MOBSTER!

BUT YOU CAN'T BE BLAMED FOR THAT, BETTY! YOU'VE DONE ALL YOU COULD! I'M GLAD YOU TOLD ME! BECAUSE I HAVE SOME GOOD NEWS FOR YOU!



BUT, SOMETIMES FATE HAS OTHER PLANS! FOR, ON THE OTHER SIDE OF TOWN, A STRANGE MENACING FORM SWINGS FROM ROOF TO ROOF ON A SINISTER MISSION...

THIS TASK WILL BE CHILD'S PLAY FOR DOCTOR OCTOPUS!!



BUT I COULDN'T LET YOU JUST WALK OUT OF MY LIFE! YOU... YOU MEAN TOO MUCH TO ME!!

OH, PETER... WHAT A FOOL I WAS! I SHOULD HAVE CONFIDED IN YOU, SHOULD HAVE TOLD YOU EVERYTHING, RIGHT AT THE START!! I... I NEED YOU, PETER! I DON'T KNOW WHERE TO TURN!



I JUST LEARNED THAT SPIDER-MAN IS IN PHILLY... TO KEEP TABS ON DR. OCTOPUS! I'M SURE THAT WE WON'T HAVE TO WORRY ABOUT OCTOPUS OR BLACKIE GAXTON WITH SPIDER-MAN AROUND!

I'VE JUST DECIDED! I CAN'T KEEP IT FROM HER ANY LONGER! ONCE WE'RE BACK IN NEW YORK, I'M GONNA TELL BETTY THAT I AM SPIDER-MAN!



AS SOON AS I COLLECT THE HUNDRED THOUSAND DOLLARS WHICH BLACKIE WILL PAY ME FOR THIS JOB, I'LL HAVE THE STAKE I NEED TO MAKE MYSELF THE KING OF CRIME!



THESE ORDINARY IRON BARS CAN'T RESIST THE POWER OF MY ARTIFICIAL ARMS! THERE... I'VE SNAPPED THEM!

GOOD WORK, DOC! I KNEW YOU WERE THE RIGHT MAN FOR THE JOB!



I WAS THE ONLY ONE FOR THE JOB, AND NEVER FORGET IT! I AM NO COMMON CRIMINAL, FOR HIRE TO THE HIGHEST BIDDER!



SURE, DOC! SURE! DON'T GET SORE! AS SOON AS WE REACH MY GETAWAY SHIP IN THE HARBOR, YOU'LL GET YOUR PAYOFF!

BUT, BY THE TIME THE COSTUMED CRIME-FIGHTER REACHES THE ROOF, THE ALARM HAS ALREADY BEEN SOUNDED, AND...

LOOK! IT'S SPIDER-MAN!

MAYBE HE'S THE ONE WHO HELPED BLACKIE ESCAPE!

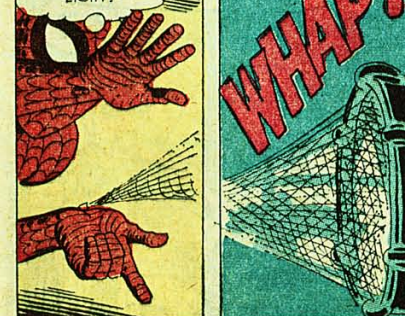


SECONDS LATER, A LEAN SMOOTH-MUSCLED FIGURE SWINGS EFFORTLESSLY ACROSS THE CITY, HEADING FOR THE SAME BUILDING, HOPING TO PREVENT BLACKIE'S ESCAPE... NOT KNOWING HE IS SECONDS TOO LATE...

OCTOPUS IS SURE TO TRY TO SPRING BLACKIE WHILE HE'S STILL A PRISONER IN THE COURTHOUSE! IF HE WAITS TILL THEY TAKE HIM TO THE STATE PEN, IT'LL BE A MUCH TOUGHER JOB!



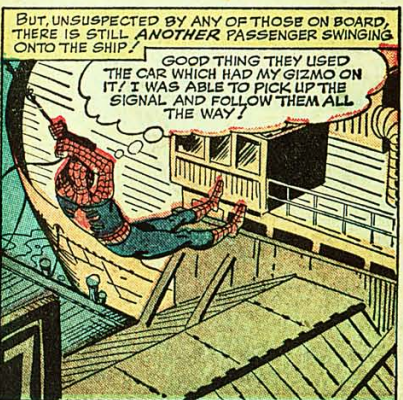
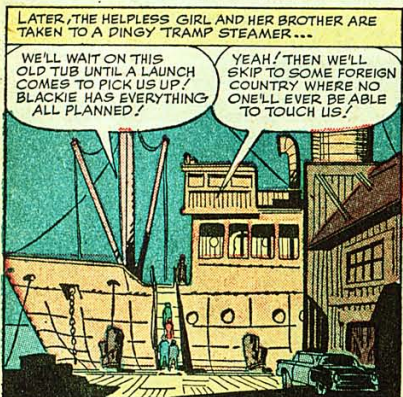
I'M TOO LATE! I'LL HAVE TO MOVE FAST! FIRST... I'LL BLACK OUT THAT SPOT-LIGHT!



GOOD THING THEY DIDN'T HAVE TIME TO PLAY ANY OTHER LIGHTS ON ME! I'LL BE ABLE TO GET AWAY IN THE DARKNESS!



WHAT A ROTTEN BREAK! I ARRIVE TOO LATE TO STOP BLACKIE'S ESCAPE, AND BECAUSE THEY SPOTTED ME, I'LL PROBABLY GET THE BLAME!



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Are you proud of your paycheck?

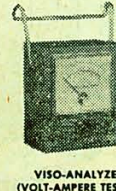
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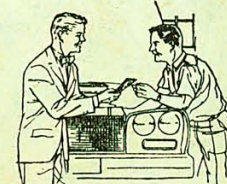
Train at home for a better job or your own business

You don't need a formal education or previous experience to master auto mechanics. You can learn at home by devoting a few hours each evening and week-end to training. CTI, one of America's foremost auto training schools, will send lessons that are easy to read and understand. You'll receive tools and instruments, as well as shop projects, to help you gain experience as you learn. You keep your present job and switch to your new occupation when you are ready.

15 KITS OF TOOLS AND TESTING INSTRUMENTS



Testing instruments help locate engine and electrical system troubles quickly, save time and effort. You also get a set of mechanic's tools. Only CTI sends this much equipment.



Many earn cash in spare time

Many CTI students begin repair work before they graduate—some after a few lessons. They report that they save money fixing their own cars. Many do repair and service work for friends. With their profits they pay tuition, sometimes earn enough to build and outfit a repair shop. Full-time businesses often develop this way.

Diesel Mechanics or Body-Fender Repair

As part of your training, CTI also sends instruction on either Diesel Mechanics or Body & Fender Rebuilding. These lessons may add considerably to your earning potential. No extra charge. Only CTI gives you a choice.

Clip coupon before turning page — Be sure to fill out and mail today

Clip out, fill out and mail the handy coupon, or write on a postcard. CTI will mail complete information on opportunities for skilled mechanics; and descriptions of lessons, job experience projects, tools and instruments. These booklets are free. By reading the facts, you can judge for yourself whether you'd like to get into the well-paid secure automotive field. Act today!

Commercial Trades Institute • Chicago 26, Ill.

COMMERCIAL TRADES INSTITUTE
1400 GREENLEAF AVENUE
CHICAGO 26, ILLINOIS

DEPT. A-420

Send me your opportunity booklet, Make Big Money in Auto Mechanics. Also, Sample Lessons. Both FREE.

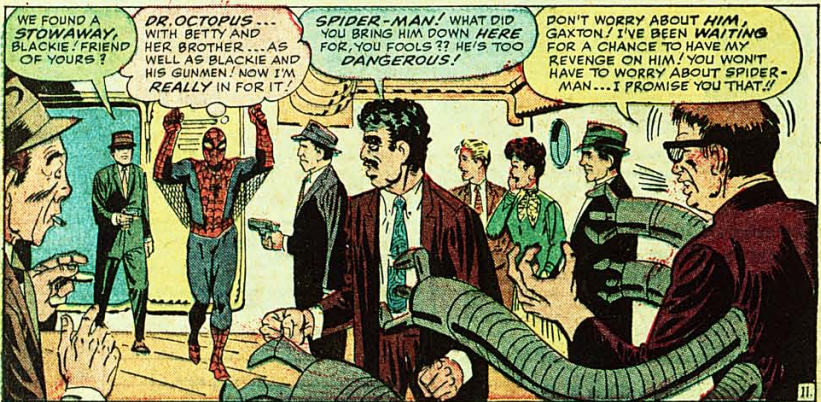
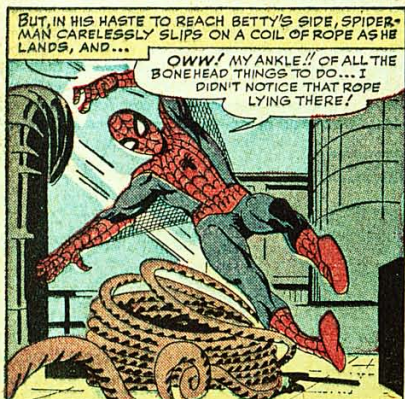
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REWARD \$11,750.00

FOR THIS COIN!

\$5,000,000.00 Search For
Rare Coins, OLD & NEW!



Illustrated: 1804 silver dollar — 19,000 minted, only 12 accounted for— where are the rest?

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Stop spending valuable coins worth hundreds of dollars. New 1964 catalogue lists hundreds of coins we want to buy and gives the price range we will pay for these United States Coins. Certain half cent coins are worth up to \$3,500.00 for Canadian Coins. Our valuable Coin Book may reward you many thousands of dollars. Coins do not have to be old to be valuable. Thousands of dollars have been paid for coins dated as recently as 1940 to 1956. Now you too can learn the rare dates and how to identify rare coins in your possession with our new 1964 catalogue. A fortune may be waiting for you. Millions of Dollars have been paid for rare coins. Send your order for this valuable coin catalogue now. Hold on to your coins until you obtain our catalogue. Send \$1.00 for 1964 Coin Catalogue Book to Best Values Co., Dept. A-684 285A Market St., Newark, N. J.

MAIL FREE TRIAL COUPON NOW!

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feats of memory,
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95 Madison Avenue • New York 16, N.Y.

Enclosed \$1.00 Send Hypno-Coin

Name.....

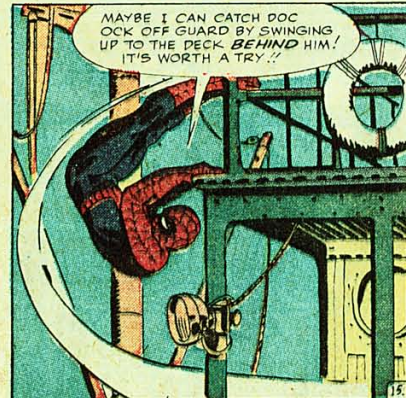
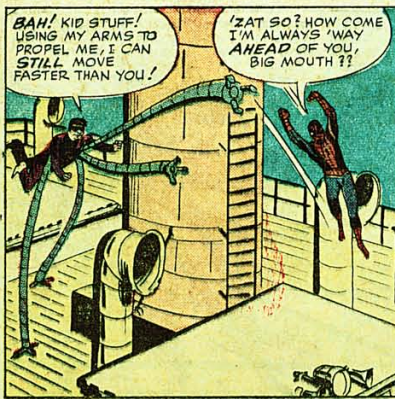
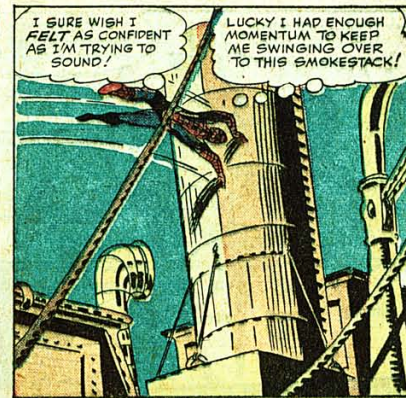
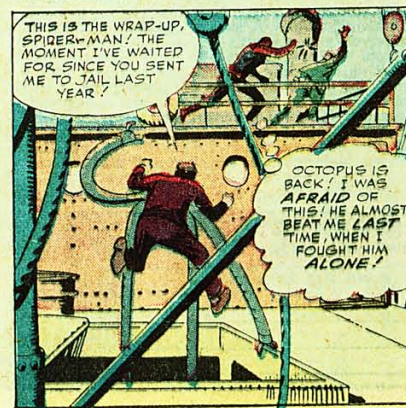
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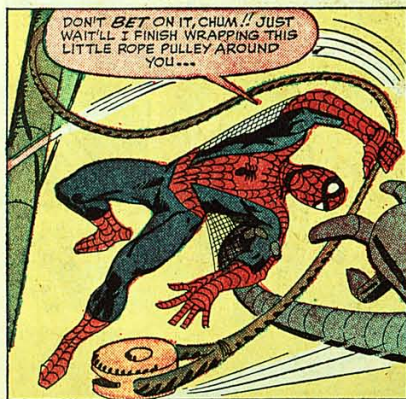
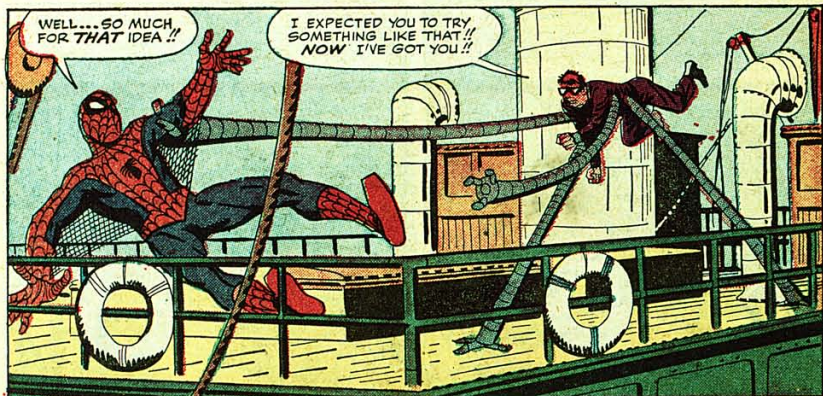
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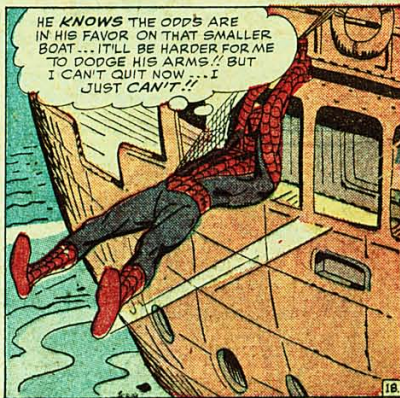
only —
\$1.00
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TODAY

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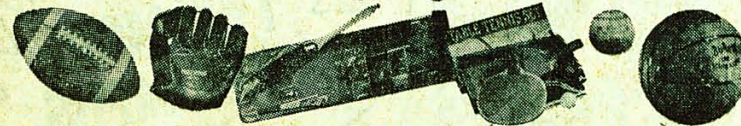




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Grab This Chance to
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Win DANDY PRIZES, Too



Yes fella, you can have a business of your own—earn all the money you want and also get swell prizes. The valuable business experience you get will help you become a successful man. Many of today's leaders sold GRIT when they were boys.

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In Care of

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Sensational offer! Over 50 trendy, colorful decals to dress up your bike, car, model, luggage, model airplanes, etc. Grab this assortment—all different! A \$2.50 value!
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ACTIVE, PROFESSIONAL SONGWRITERS with publisher contacts need new SONG IDEAS—TITLES—POEMS—BRIEF DESCRIPTIONS. We write music for song based on your idea & make records for promotion in today's booming music business. YOU SHARE ROYALTIES (over \$50,000.00 earned by songwriters last year).
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Some variety for street, dress, casual wear. Sizes 5 to 13. A to EEE. From \$12.95 to \$19.95.

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Sergeant Friends, Relatives. Have Popularity and Fun! In this introductory offer you get TOP RADIO GUITARIST ED KALL's famous 66 page secret system worth \$3.00 which positively teaches you to play a beautiful song the first day and any song by ear or note in seven days! Contains 25 sheets, 87 finger picking charts, etc. Shows how to tune, keep time, build chords, blue notes, dance chords, swing, etc. plus 110 popular and western songs, words and music; a \$1.00 Chord Finder; all the chords used in popular music; a \$3.00 Guitarist's Book of Knowledge—TOTAL VALUE \$7.00—All THREE for only \$2.98.
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THE MAN WITHOUT FEAR!

IN THE SENSATIONAL SPIDER-MAN TRADITION!
DARE-DEVIL! THE MOST DARINGLY DIFFERENT SUPER-HERO
 OF ALL... AS ONLY THE MIGHTY MARVEL COMICS GROUP COULD
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A packet of worldwide stamps, 9 Triangles, 2 Diamonds, animals, insects, flowers, ships, man-in-space, New African Nations, etc. Plus a packet of hinges, perforation gauge and millimeter scale, watermark detector. Everything ONLY 25¢ to approval buyers.
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111 Dif. + 17 New Nations Stamps
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 To introduce our BETTER U.S. APPROVALS we offer 15 of the most wanted U.S. stamps, including a Columbus, Bicent. Army-Navy, Famous Americans, Airs and other Commems. for only 10¢.
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 Thousands of beautiful stamps at only 1¢ each—why pay more when you can get the best for less. Write today for approvals.
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 THIS MAMMOTH VALUE INCLUDES STAMPS WORTH UP TO 25¢! ALSO APPROVALS. WRITE TODAY!
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 EVEN HOUND DOGS LIKE THIS!

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 DEVELOP A
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 Better body building course tells and shows how. Complete, illustrated. Ppd. in plain envelope.
\$2
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 WANTED for musical setting and recording. Send poems to:
 AMERICA'S LARGEST SONG STUDIO
 FIVE STAR MUSIC MASTERS, 92 BEACON BLDG., BOSTON, MASS.

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 Available free by writing to different manufacturers, associations, etc. Use this coupon where to get hundreds of 10¢ worth of free catalogs, information books, maps, pictures, and 50¢ to 10¢.
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DRESSES 24¢
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MAGIC is FUN!
 Amaze, mystify, entertain with 1000 great new magic tricks. Easier than you think! Make money in spare time. Rush name, address and 25¢ for Big 160 Page Catalog of Tricks, Gags, Jokes, Mysteries, Illusions, etc. All illustrated. No skill needed. World's best 25¢ offer.

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Imagine!
PRIZES LIKE THESE
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FOR DELIVERING

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If you're ambitious and 12 years old or over, here's a wonderful opportunity. Join our nationwide corps of Young Salesmen who earn extra money plus valuable prizes selling The National Observer to friends and neighbors every week.

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 Learn how to write songs correctly, how to get them recorded, how to sell and promote them. Secrets and methods used by professionals. Information FREE.
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\$45! Per Month \$1,000
 Enjoy the things you want now with a confidential **LOAN-BY-MAIL**—get any amount, \$100 to \$1,000. Pay back in only 12 months. Installments to fit your paycheck. No co-makers. Also, Credit Life Insurance is available, at nominal cost, which will pay the balance of your loan in case of death. No matter where you live, rush this coupon now. Loan Order mailed FREE in plain envelope. No obligation.
 DIAL FINANCE CO., Dept. 2-767, 85,000 \$45.11
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DIAL FINANCE CO., Dept. 2-767
 410 Kilpatrick Bldg., Omaha 2, Neb. Will send you rush FREE Loan Order Blank.

NAME _____
 ADDRESS _____
 CITY _____ STATE _____

Amount you want to borrow \$ _____

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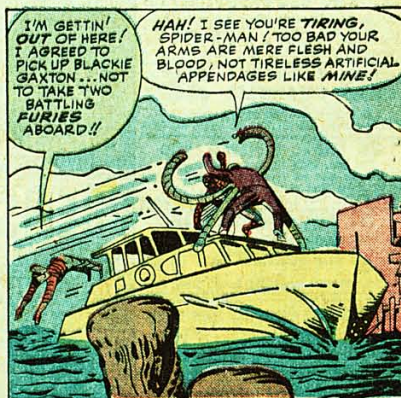
I KNEW THEY SHOULDN'T HAVE SET YOU FREE, OCTOPUS!! BUT I'VE GOT ENOUGH ON YOU NOW TO SEND YOU BACK... FOR A LONG, LONG TIME!

YOU'RE WHISTLING IN THE DARK, SPIDER-MAN!! YOU'LL NEVER LEAVE THIS LAUNCH ALIVE!



HE KEEPS WARDING OFF MY BLOWS WITH HIS ARMS! CAN'T GET PAST HIS DEFENSE!!

NO MATTER HOW STRONG YOU ARE... MY ARMS ARE STRONGER... AND EVEN FASTER!!



I'M GETTIN' OUT OF HERE! I AGREED TO PICK UP BLACKIE GAXTON... NOT TO TAKE TWO BATTLING FURIES ABOARD!!

HAH! I SEE YOU'RE TIRING, SPIDER-MAN! TOO BAD YOUR ARMS ARE MERE FLESH AND BLOOD, NOT TIRELESS ARTIFICIAL APPENDAGES LIKE MINE!



HE'S RIGHT! I AM TIRING... CAN'T TAKE MUCH MORE!!

I'VE WAITED A LONG TIME FOR THIS MOMENT... BUT I NEVER THOUGHT YOU'D MAKE IT SO EASY FOR ME TO GET MY FINAL REVENGE!



I THOUGHT I'D HAVE TO SEARCH FOR YOU... TO... WAIT, WHO'S THAT?

IT'S A POLICE LAUNCH... IS THE POLICE? WE NOTICED YOUR BOAT OUT OF CONTROL! STAND BY! WE'RE COMING ABOARD TO INVESTIGATE!

ANNOY THE SHIP!! THIS IS THE POLICE! WE NOTICED YOUR BOAT OUT OF CONTROL! STAND BY! WE'RE COMING ABOARD TO INVESTIGATE!

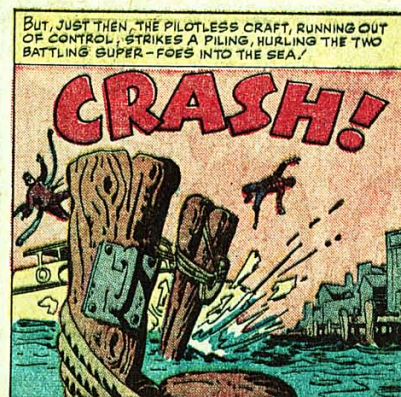


ONLY SECONDS TILL THEY GET HERE! GOT TO STOP OCTOPUS BEFORE THEN!

I'LL STILL HAVE TIME TO DESTROY YOU BEFORE THEY LAND!! AND THEN I'LL MAKE MY ESCAPE!!



WHOW! THAT HAPPENED JUST IN THE NICK OF TIME FOR ME! NOW, IF I CAN JUST SWIM UNDER - WATER TO THAT DOCK SO I WON'T HAVE TO EXPLAIN TO THE POLICE...



BUT, JUST THEN, THE PILOTLESS CRAFT, RUNNING OUT OF CONTROL, STRIKES A PILING, HURLING THE TWO BATTLING SUPER-FOES INTO THE SEA!

CRASH!



MADE IT!! BUT IT LOOKS AS THOUGH DOC OCK GOT AWAY, TOO! MAYBE IT'S JUST AS WELL... NEXT TIME WE MEET, I DON'T WANT TO BE HELD BACK BY A USELESS ANKLE!!

I'D BETTER MAKE SURE BETTY IS O.K. NOW, AND... WAIT! THERE SHE IS NOW!



DON'T WORRY, MISS BRANT! WE'VE GOT EVERYTHING UNDER CONTROL! YOU'RE OUT OF DANGER NOW!

WHEN WE REVIVED BLACKIE, HE ADMITTED YOU WERE JUST AN INNOCENT PAWN IN HIS JAILBREAK SCHEME! YOU'RE OUT OF DANGER NOW!

BUT MY BROTHER... IF ONLY... IF ONLY HE WERE STILL ALIVE! BUT IT'S TOO LATE!!

THE POLICE HAVE EVERYTHING IN HAND! AND BETTY'S OKAY... EXCEPT FOR HER SORROW AT WHAT HAPPENED TO HER BROTHER!

WE ROUNDED UP ALL OF THEM, CHIEF, EXCEPT DOCTOR OCTOPUS! LOOKS AS THOUGH HE MADE A CLEAN GETAWAY! AND THERE'S NO TRACE OF SPIDER-MAN, EITHER, EVEN THOUGH ALL THOSE PUNKS CLAIM HE'S THE ONE WHO BEAT THEM!



WELL, IT'S ALL OVER FOR NOW! AS FOR ME, IF I WRAP ENOUGH WEBBING TIGHT AROUND MY ANKLE, I MAY BE ABLE TO CHANGE TO PETER PARKER AND WALK WITHOUT TOO MUCH OF A LIMP!



THERE... THIS WILL HAVE TO DO!

NOW I'VE GOT TO GO TO BETTY! WITH HER BROTHER GONE, SHE'S ALL ALONE IN THE WORLD! SHE'LL NEED ME MORE THAN EVER!

BUT NOW I CAN NEVER TELL HER THAT I'M REALLY SPIDER-MAN! IF I DO, I'M SURE TO LOSE HER FOREVER! I'LL HAVE TO KEEP MY SECRET LOCKED UP INSIDE ME... FOR ALL TIME!



AND SO...

I'M GLAD THE POLICE CLEARED YOU, BETTY! BUT I KNOW HOW YOU MUST FEEL ABOUT YOUR BROTHER!

OH, PETER... HE WAS ALWAYS SO WEAK... SO HEADSTRONG! HE GOT INTO BAD COMPANY WHILE HE WAS AT COLLEGE... BUT STILL... I LOVED HIM! POOR BENNETT... AT LEAST HE ENDED LIKE A MAN!



IN MY SHOCK... MY RAGE... I BLAMED SPIDER-MAN FOR HIS DEATH! I REALIZE NOW HOW WRONG I WAS! IT WASN'T HIS FAULT! HE WAS TRYING TO HELP US!

BUT STILL, I NEVER WANT TO SEE SPIDER-MAN AGAIN! I COULDN'T BEAR BEING REMINDED... OF BENNETT!



CAN YOU UNDERSTAND THAT, PETER... OR DO I SOUND LIKE A FOOL??

YOU COULD NEVER SOUND LIKE A FOOL TO ME, BETTY! OF COURSE I UNDERSTAND! AND... I'M SURE SPIDER-MAN WOULD TOO, IF HE KNEW!



AND THEN, PETER PARKER LEAVES BETTY ALONE WITH HER GRIEF, AS HE SLOWLY WALKS INTO THE NIGHT, LITTLE DREAMING OF THE NEW ADVENTURES AND SURPRISES WHICH AWAIT HIM!



SPIDER'S WEB

Please address your letters to:
THE SPIDER'S WEB
Third Floor
655 Madison Ave.
New York 21, N. Y.

Dear Stan and Steve,

In all my days of comic buying, I have never beheld a finer edition of any comic than SPIDER-MAN #8. Wow, what a way to kick off the 1964 season of comics. I can say that if all the rest of your different publications are at least half as good in story, plot, art and quality as this issue, then you can call all your mags what you call the FF... the greatest comic magazines in the world! What a list of surprises you've dumped on us poor unsuspecting fans. First we see Spider-Man battle a menace with no heart, feelings, or sense of justice. Just one mass of walking brain. You go on to present that classic event... the inevitable fight between Flash Thompson and Peter Parker. And while he didn't give his secret identity away, he still had the satisfaction of having beaten Flash. The way this was presented was brainpower... one thing that your company is famous for. But do you stop here? No! You go on with yet another shocker... another classic meeting between our hero and the Torch. Well, if this isn't the best issue you can come up with, I surely don't know what is. But as we all know, this issue is just another average example of why the MARVEL AGE OF COMICS is here!

Paul Feola
1050 Waverly Ave.
San Antonio 1, Texas

Paul, you took the words right out of our mouths!

Dear Stan and Steve,

I just bought SPIDER-MAN #7 and I find it greater than ever! My Mom and Dad do not approve of most comics sold today, but they heartily approve of all of your comics. Did you ever consider putting Spider-Man in the AVENGERS book?

Richy Mastro
329 Hamilton St
Bound Brook, N. J.

Sure! In fact, we've considered putting him everywhere from MODELING WITH MILLIE TO THE BOOK OF KNOWLEDGE!

Dear Stan and Steve,

How do you do it? I have just finished reading the latest SPIDER-MAN and I am puzzled. You guys keep going great. I have read every issue of SPIDER-MAN except #1 and this tops them all. It was absolutely great! The art has never been better; the plot of the story was one of the best I have ever read. How Stan thinks of a different plot for every story is beyond me.

Jeff Brenner
8648 Balboa Drive
Cincinnati 31, Ohio

You say that Stan makes up these plots?? Good heavens! He almost had us convinced the stories were TRUE!

Dear Stan and Steve,

THE AMAZING SPIDER-MAN #8 was certainly a change (for the worse). The whole story takes place in a school and I do not think that is fair, for the artist cannot show his talent. When I first saw Steve Ditko's art I did not like it, but now I think it's pretty good. But I still like Jack Kirby's art the best. The cover of SPIDER-MAN #8 was poorly done (but it was better than I could do!). The yellow color made it look cheap. I think the insignia of

Spider-Man at the top of the cover should show him standing. In my last letter to you I asked you if you would print my letter saying I wanted to start a Spider-Man Fan Club. In a nice round-about way you said "no" (but nicely). But I still want to start a club! I liked the F.F. #22 very much. I also liked the Invisible Girl's newly discovered powers I would like to see the F.F. travel in time again soon (like they did in #19). TALES OF SUSPENSE #40 was pretty good, but I would like to see your heroes fighting villains—not themselves! JOURNEY INTO MYSTERY #99 was good. But when Mr. Hyde rushed Dr. Blake out of the window and he stamped his hammer on the building wall, didn't anybody see him change into Thor? I do not like the two-part stories you have started publishing. If I wanted a continuous story, I would read the comics in the paper—for free! I do not like the Tales of Asgard. I cannot understand anything that is going on!

Joseph Shea
114 Arbour Lane
Buffalo 20, N. Y.

So what else is new?

Dear Stan and Steve,

The cover of #8 showed Ditko at his best with superb inking on Spider-Man. This cover is sure to sell extra copies. Action covers modified by sidelighted features are always good. I knew it was going to be excellent when I saw the ad in one of your other mags. The first story was Stan's best-written so far and Ditko was also above par. All the little trick surprises helped loads. Spider-Man's tackling the Human Torch was also good, though not as well planned as the other. In this second story, Spider-Man acted a little snobbish and somewhat of a fink. Don't get me wrong, I like all this "realistic" personality biz, but it can get out of hand if over-exaggerated. Spider-Man is in for trouble if he intends to date Sue. What with Namor, Reed and Parker dating her, or at least considering her a better-than-average friend, there's bound to be a rumble sooner or later (ideal). Glad to see you decided to keep the Spider's Web around. Every top-notch super-hero needs one. Each issue of SPIDER-MAN tops the last! Dr. Strange, in STRANGE TALES, was above average this ish. Ditko at his best. The story came closer to giving me a weird feeling than any other S-F story has in years. I've been reading comics for about 10 years now and it takes a pretty good story to get a good rise from me. Your recent Doc Strange and Spider-Man did this. When I read Spider-Man it seems like I can't get to the next panel fast enough. It's so exciting that it's impossible to read slowly!

Dan Fleming
430 Beach St.
Ottawa, Kansas

Good! The faster you read it, the sooner you'll be ready to buy another Marvel mag!

Dear Stan and Steve,

I like the way you put two stories in one mag in your last issue of SPIDER-MAN—#8!

Harlan Reckner
150 Hickory Rd.
Akron 13, Ohio

What do the rest of you web-spinners say? More issues with two stories, or keep the one book-length each month?

CONTINUED...

Dear Stan and Steve,

Your issue #8 of the AMAZING SPIDER-MAN was simply priceless. I liked the part where Peter decked Flash. The ending to the second tale was very heartwarming. Yes, I would like to see similar issues appear from time to time. But you made a mistake in the Special Announcements section of the Amazing Spider-Man. You said that Iron Man, the Angel, the F.F., and Spider-Man are in issue #49 of TALES OF SUSPENSE. It should have been Iron Man, the Angel, the X-Men and the Avengers.

John F. Lebar
305 N. Jordan St.
Allentown, Pa.

Our apologies, Johnny boy. We've got so many characters to keep track of that we must be getting groggy! But, we'll be more careful with names from now on, Joe—we mean, Tom—no—John!

Dear Stan and Steve,

Can't you fellas do anything normal? SPIDER-MAN #7 is a wonderful example! Usually a sequel story's not supposed to be as good as the original, but "The Return of the Vulture" has surpassed the original as well as #3 through #6! As for this idea of Spider-Man's speaking Spider lingo—don't do it! In the past 25 years or so, comics, science-fiction, and pulp magazines have hurled a horde of "something," controlling enemies of evil. Plants, cats, birds, fish, insects, mammals, and animals have all served as foils and stooges for various emirs of justice and freedom. In your comics, let Namor and Henry Pym talk to lower forms of life (fish and ants)—but keep Spider-Man away from spiders! Don't try to cheapen Spider-Man just to appease, what I believe is, a very small minority.

Leonard J. Tirado
182½ Regent St.
Saratoga, N.Y.

Don't be silly, Len! Nobody can talk to spiders! Next, you'll be suggesting that Spider-Man swings thru the city by shooting out a web!

Dear Stan and Steve,

I think that the first and second issue of the Vulture were the best ones out yet. I have a suggestion to make. I think that you should write an issue with a Spider-Man Jr. in it. If you did, I think that it would be an exciting issue. I'm looking forward to your next issue.

Cunzio Nautsch
676 Crawford Place
Peterborough, Ontario
Canada

Holy smoke, fella—at least let Pete get married first!

Dear Stan and Steve,

I'm glad that you finally let Peter give it to Flash in ish #8! The whole story was great—the way you had Spider-Man's identity threatened, the fight, the way the kids called Pete unfair, and especially the end. That was really a clever trick having the kids thinking Flash is Spider-Man. I'm glad he didn't brag that he was now set. You ruined him in the other story. Aren't you getting Spider-Man and Torch mixed up? The party-crashing was what I'd expect from Torch. When you started, Spider-Man was nice and friendly. Now he acts too much like the Torch. You should keep him like he was. I think he should want to make friends with the Torch. Also, that web-thing at the end for Sue—really now, wasn't that silly! At least Torch sticks to flirting with girls his own age. Sue is too old for him, and how old is Jameson's secretary? Well, anyway, your good points still outnumber your bad ones in my book. You'll be hearing from me again soon.

Christine Cassello
8017 S. Muskegon
Chicago, Ill.

Thanks for the warning!

Dear Stan and Steve,

The Ditko art for years has been my favorite type of illustration. (The flat out-of-shape feet, the oversized glasses, and the unfilled-in ears.) This weird style that I

like above any artist makes him appear young. By his drawings I can imagine how he looks. He no doubt is rather thin and wears glasses. I'd like to see how close I came!

Ken Landgraf, Jr.
1405 Geele Ave.
Sheboygan, Wis.

Fairly close, Ken—but just between us, what's so unusual about flat, out-of-shape feet, oversized glasses, or unfilled-in ears?



SPECIAL ANNOUNCEMENTS SECTION:

- We've got a surprise for you! Every so often we like to introduce a brand-new mag unexpectedly, without the usual fanfare! We do this when we feel that the new title is so terrific that it needs no previous ballyhoo! And so we proudly announce, for the first time, a great new super-hero whose off-beat exploits will hit the stands very soon (Feb. 4th, to be exact)! His name is DAREDEVIL, and we believe he will have the same human appeal that Spider-Man has! See if you don't agree! Written by the ol' master, Stan Lee, and drawn by the man who created Sub-Mariner in the Golden Age of Comics—Bill Everett! DAREDEVIL, on sale everywhere—Feb. 4th!
- Now, back to the usual biz—
- Have you seen the latest ish of FANTASTIC FOUR yet? It features the precedent-shattering battle between THE THING and THE INCREDIBLE HULK! The demand for this one is sure to be heavy, as the word has gotten around that Jack "Action-King" Kirby really let himself go with the epic battle scenes! The whole Marvel bullpen is proud of FF #25, and we feel we can truthfully say that you've never before seen anything like it!
- For those of you who have thrilled to the meetings between Spider-Man and the Human Torch, we have another treat in store. STRANGE TALES #120 (on sale Feb. 11), features the first meeting between the Torch and one of the X-MEN's most popular characters—the frozen ICEMAN! This one's a beaut!
- And for two of the most thrilling new super-villains you've ever seen, don't dare miss JOURNEY INTO MYSTERY #103 (at your stands Feb. 4), which has mighty THOR menaced by the ENCHANTRESS and the startling EXECUTIONER!
- Seen SGT. FURY #6? (It's on sale now.) Besides the usual battle action, this story introduces one of the most daring new themes ever presented in a comic mag—as timely and provocative as today's headlines! We don't want to spoil your enjoyment by tipping it off in this column, but a 12¢ investment at your dealers will put you in the know! Dig?
- And now—what you've been waiting for! A hint of next month's SPIDER-MAN thriller! Wait'll you see it! Spider-Man actually gets UNMASKED—his identity revealed to J. Jonah Jameson—Betty Brant—the police—everyone! No, it's not an imaginary tale, or a dream episode! It happens! But wait'll you see the twist! And, as if that isn't enough, Doc Ock returns—more dangerous than ever! We won't say any more because as you know—we hate to brag!! So, till we meet again, keep healthy, keep happy, keep watching for "National Be Kind To Spiders Week!"

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- POWER OF SUGGESTION
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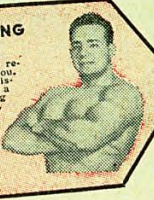
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